EXHIBIT III (Questions 6 and 7)

A detailed description of this transaction is contained in Volume I, Section I.A of this consolidated filing. In addition, on October 1, 1997, Transferee is submitting its Form S-4 Registration Statement at the Securities and Exchange Commission ("SEC"), which describes the transaction in greater detail. The Form S-4 will be publicly available on the SEC's Electronic Data Gathering, Analysis and Retrieval (EDGAR) system which can be accessed at http://www.sec.gov. A copy of the Voting Trust Agreement is contained in Volume I, Section IV.A of this consolidated filing.

EXHIBIT IV (Questions 9-10)

WorldCom, Inc., formerly known as LDDS Communications, Inc., is a Georgia corporation publicly traded on the NASDAQ stock market under the stock symbol WCOM. The principal business address of Transferee is 515 East Amite Street, Jackson, Mississippi 39201-2702. Transferee is a non-dominant telecommunications company that provides a full array of domestic and international long distance voice and data communications services to business and residential customers.

EXHIBIT V (Question 14(a)(1))

A current certified copy of the Articles of Incorporation of Transferee was provided to the Commission in FCC File Nos. 2018-DSE-TC-96-(19) and 2014-DSE-TC-96-(9) on September 13, 1996, and Transferee requests that the Commission incorporate that filing by reference herein.

EXHIBIT VI (Questions 14(a)(2))

No shareholder owns 10% or more of the Transferee's voting stock. Ownership information regarding the names and addresses of the officers and directors of Transferee is contained in Volume III, Section I.K of this consolidated filing.

EXHIBIT VII (Question 15)

The Transferee, either directly or indirectly through certain of its subsidiaries, is engaged in the business of providing domestic and international public land line message telephone service.

EXHIBIT VIII (Question 20)

On September 7, 1997, the Transferee entered into an Agreement and Plan of Merger with H&R Block and CompuServe Corporation ("CompuServe"), whereby WorldCom would acquire CompuServe in a stock exchange. On that same date, and in a related transaction, WorldCom also entered into a Purchase and Sale Agreement with America Online, Inc. ("AOL"), whereby WorldCom would acquire an AOL subsidiary in exchange for the online services business of CompuServe and cash consideration. Regulatory approval of both transactions pursuant to the Hart-Scott-Rodino Antitrust Improvements Act of 1976 is currently pending.

EXHIBIT IX (Question 21)

The Transferee and its subsidiaries currently hold licenses in the following services: domestic and international fixed satellite, point-to-point microwave, local television transmission, private radio, and experimental radio. A full list of these licenses will be provided to the Commission upon request.

EXHIBIT X (Question 27(b))

Due to the nature of the transaction, the Transferee is unable to conduct an examination of the subject facilities. However, Transferee notes that in the merger application between British Telecommunications plc ("BT") and MCI Communications Corporation, BT certified that it had examined the subject facilities and determined that construction and operation of such facilities is in compliance with current authorizations and the Commission's Rules. (*See* FCC GN Dkt. No. 96-245)

EXHIBIT XI (Question 28)

See Volume I, Section III of this consolidated filing for a description of how the proposed transaction is in the public interest. Information regarding the ownership, affiliation and officers and directors of the Transferee is set forth in Volume III, Section I.K. of this consolidated filing.

			_				(Step II Ap	plicatio	on <i>)</i>
	704 RAL COMMUNICAT ington, DC 20554	IONS COMM	ISSION	3060	d by OMB -0048 en: 8 Hours	F	CC USE ONLY		
	LICATION FOR					OL			
<u> </u>	1 - To be completed i	·							
1(a)	Name of Corporate								
	Overseas Tel					1.	N=11 Ci ==	1-1	···
	Mailing Street Addres 1801 Pennsylva	ania Avenu	e, N.W.	ana zip Coae	Đ		call Sign or Other FCC	Identiller	
	Washington, D.					3	ee Exhibit I		
	Internet Address	/ A							
(b)			1.1105, the	Common Ca	rrier or Wirele	s Telec	ommunications Burec	au Fee Filing	Guides.
Line	(1)	(2)		(3)		FC	CC USE ONLY		
No.	Fee Type Code	Fee Multiple	Fee Due	for Fee Type	Code in (b)(1)			
$\frac{1}{2}$	CNX	8		\$ 365_00 \$ 1_000_0	20				
	all amounts in Colum		nd 2.						
	t this amount with yo			\$ 1,365.0	00			······································	
	rmits or Licenses held Control is sought in th				3. Name of Trans		at Address or P. O. 80:	x, City, State	and ZIP Code
	all Sign (b) File Numb			o of Stations			rs of MCI Comm	unicatio	ns Corporati
(-, -,	(2)	(0,000	(2,				White, Trustee		·
Se	e Exhibit I						tage Hills, Sc		
					4. Name		et Address or P. O. Bo	x, City, State	and ZIP Code
						dCom,	Inc.		
				,	515 E	ast Ar	mite Street		
					Jacks	on, M	S 39201		
5. Pe	imittee or Licensee ri That there is attache permittee or license	ed to this appli	eck one) cation as Ex	See Exhi	bit II a cerlified	copy of	the Articles of Incorpo	oration (chai	rter) of the
	That there is now on licensee company.			current cert	ifled copy o	f the Art	icles of incorporation Date filed:	of the perm	litee or
Part 1 made Willful revoce Section	are a material part in Part 1 of this application of any station in 503).	nereof and are cation are true de on this app license or cor	incorporal complete lication are	led herein as and correct punishable t	if set out in to the best by fine and/	full in this of his (he or impris	resents that all the at a application; and ce it) knowledge and be conment (U.S.Code, Ti in 312(a)(1)), and or t	rtifies that ai pilef. tie 18, Sectio	I the statements on 1001), and/or
	d/Type Name of Permise (Must agree with		ignature			Title (O	Mice Held by Person &	igning)	Date
		,	Not Ava	ilable					ļ
PART	l - To be completed t	ov Transferor		<u> </u>				<u> </u>	1
	ranster of Control will		thed by: (ct	neck one)	(b) Shares		No. of Shares		assilication
XX	Sale or other transfer (Complete item 6(b)		t of stock		Shares to b	-	See Exhibit		n, preferred, etc.)
Other (e.g., voting trust agreement, management contract, Court Order, etc.)			Shares issue and outsta						
					Shares aut	horized			
	tach as Exhibit No. \underline{I} truments, certified co				transferred,	and co	pies of any perti nent	contracts, a	greements,
Commexhibit	hission's conset has b is pertinent to Part II o false statements mad ation of any station I	een received, of this applicat de on this app	but that tro lon are true lication are	insfer must be , complete a punishable b	e complete nd correct t by fine and/	d within on the bearingsta	d that control will r 45 days if Commission at of his (her) knowled comment (U.S.Code, Tit h 312(a)(1)), and or t	n consents; th dge and beli Ne 18, Seotla	nat all attached let. In 1001), and/or
	i/Tyed Name of Trans ee (Must agree with I		gnature	/	_	The (Of	fice Held by Person Si	igning)	Date
	holders of MC		faxto	AS	L	Trus	stee		9/30/97

PART III - To be completed by Transferse			
8. Tightstelee is: (check one) NDIVIDUAL PARTNERSHIP ACORPORATION UNINCORPORATION	ED AS	SOCIA	70N
9. Attach as Exhibit No. $\overline{17}$ a statement of transferee's principal business.			
$^{\circ}$ 0. Attach as Exhibit No. $\overline{19}$ a statement of the businesses, employment, or activities, other than communications in vitronsferee, each member if a partnership, and all principals if a corporation, are engaged, giving (a) nature of activity activity, and (c) hours devoted to each activity.			
Place an "X" in the appropriate column.		YES	NO
	>		
	≥ _		Х
13. If transferee is a partnership, attach as Exhibit No one copy, properly certified of the partnership agreement, or if oral, complete details thereof. N/A			
14. If transferee is a Corporation (including joint stock companies) or Association, answer the following:			1
a. Under laws of what State or Country is it organized?			Ì
(1) Attach as Exhibit No. $\frac{V}{V}$ a certified copy of the Articles of Incorporation (charter) if not heretofore on file with the Commission.			
(2) Attach as Exhibit No. VI the names, addresses and percentages of stock held by all principals of the corporation and by all stockholders owning and/or voting 10 percent of more of the transferse's stock.			
b. Is any director of officer an alien?	<u>></u> _		X
c. is more than one-fifth of the capital stock owned of record, or may it be voted, by aliens or their representatives, or by a foreign government or representatives thereof, or by a corporation organized unders the			
laws of a foreign government?	≱		X
d. is transferee directly or indirectly controlled by an other corporation? If "YES", give in Exhibit No the names and addresses of all such controlling corporations to and including organization having final control and furnish for each all the information requested in 14a through a above.			Х
e. Is transferee directly or indirectly controlled by any other corporation of which any officer or more than one-fourth of the directors are allens?	>		Х
f. is more than one-fourth of the capital stock of any controlling corporation owned of recard, or may it be voted by aliens or their representatives, or by a fareign government or representative thereof, or by an corporation organized under the laws of a foreign government?	>		χ
15. is transferee directly or indirectly interested in or affiliated with any entity or person engaged in the business of providing a public land line, message telephone service? If "YES", and transferee is not a land line telephone carrier, attach as Exhibit No. Y 1 a statement relating the facts.	>	Х	
16. If permittee or licensee holds any Multipoint Distribution Service (MDS or MMDS) authorizations, is transferee directly or indirectly interested in or affiliated with, or has leasing arrangements with a cable television company? If "YES", submit as Exhibit No. —— a description of the relationship and a map showing overlap of boundaries of cable tranchise area and MDS station's protected service area, if any. N/A			
17. Has transferee or any party to this application had any station authorization revoked or had any application for construction permit, license or renewal denied by the Commission? If "YES", attach as Exhibit No a statement relating all the pertinent circumstances.		-	Х
18. Has any court finally adjudged the transferse, or any person directly or indirectly controlling the transferse, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or of unfair methods of competition? If "YES", attach as Exhibit No a statement relating the facts.			X
19. Has the transferee, or any party to this application, or any person directly or indirectly controlling the transferee ever been convicted of a crime for which the penalty imposed was a fine of \$500 or more, or an imprisonment of six months or more? If "YES", attach as Exhibit No a statement relating the facts.			χ
20. Is transferee, or any person directly or indirectly controlling the transferee, presently a party in any matter referred to in Items 17, 18, or 197. If "YES", attach as Exhibit No a statement relating the facts. See EXHIDIT VIII.	>		χ
21. Is transfered directly or indirectly, through stock ownership, contract, or otherwise, interested in the ownership or control of any other radio stations licensed by this Commission? If "YES", give (a) call sign and service, (b) location, and (c) name of licensee below. See Exhibit IX	>	χ	
22. Has applicant ever been directly or indirectly interested in the ownership or control of any radio stations other than those stated in Item 21 above? If "YES", give (a) call sign and service, (b) location, and (c) name of licensee below.			X

Place an "X" in the appropriate of	alumn.	YES	- NO
23. Will transferee propose any of the following changes after the transfer of control is authorized (see instru a. Changes in the services currently offered? If "YES", attach as Exhibit No a brief statement of the p changes.			X
b. Changes in technical personnel, maintenance or repair of facilities? If "YES", attach as Exhibit No. description of positions to be changed and specific arrangements for prompt maintenance or repair of f			χ
c. Changes in management or personnel responsible for the operation of the station? If "YES", in Exhibit the describe the manner in which the proposal will operate, and list present positions of responsibility to be a and proposed positions and division of responsibility, including hours of physical supervision. (When response to be divided with any other business, give the name and address of owner of each such business and copy of working agreement.)	hanged nsibilities		X
24. If transferee is a corporation, is stock of transferee to be sold after this consent is issued for any other ; if "YES", explain purpose in Exhibit No	surpose?	-	Х
25. Does transferee now hold any obligations of licensee corporation? If "YES", in Exhibit No, desobligations, methods by which acquired, and the dates on which they were obtained.	scribe the		Х
26. Does local or state law require any authorization to transfer the control of the facilities and/or o involved herein? If "YES", attach as Exhibit No a single certified copy of such authorization.	perations >		х
27. a. is transferee personally familiar with the provisions of the Commission's Rules governing the services the subject of this application?	which are	Х	
b. Has transferee examined the subject facilities and determined that construction and operational compliance with current authorizations and the Commission's Rules? See Exhibit X	ation is in >		
28. Attach as Exhibit No. XI a complete statement, setting forth facts which show how the instant proportion the public interest, and disclosing all relationships, affiliations or connections between the transfective or prospective subscribers. The statement should contain the names of any common stocofficers, directors, employees or individuals closely related to the management or control of the facility transferse and any subscriber.	eree and kholders,		
29. If corporate permittee or licensee holds any authorizations for Part 21 stations, answer (a) and (b) below a. Does authorization involve facilities that have not been constructed? If "YES", does transferee represent has, or has reasonable assurance that it will have, the ability to meet the expected cost of construction facilities within the construction period, and the estimated operating expenses for twelve months?	eent that		X
b. Were facilities authorized following a comparative hearing and have been operated less than one involve facilities that have not been constructed; or involve facilities that were authorized following a selection proceeding in which the successful applicant received a preference and that have been for less than one year?	random		Х
30. Does transferee represent that the information given in Part III of this application is true and correct, any contracts or other instruments submitted, and that said information and contracts (if any) constitution agreement?		X	
31. Does transferee acknowledge that, if Commission consents, transfer of control must be completed days of date of consent and Commission must be notified by letter within 10 days of consummation?	within 45	X	

CERTIFICATION: Neither the applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 542, because of a conviction for possession or distribution of a controlled substance. The undersigned represents that all the attached exhibits pertinent to Part III are a material part hereof and are incorporated herein as if set out in full in this application; and certifies that all the statements made in Part III of this application are true, complete and correct to the best of his (her) knowledge and belief.

Wilful false statements made on this application are punishable by line and imprisonment (U. S. Code, Title 18, Section 1001) and/or revocation of any station license or construction permit (U.S.Code, Title 47, Section 312(a)(1)) and or forfeiture (U.S.Code, Title 47, Section 503).

Typed/Printed Name of Transferee	Signature	Title (Office Held by Person Signing)	Date
WorldCom, Inc.	E I	Secretary, CFO	9/30/97

EXHIBIT I (Questions 1(a), 2)

The call signs, FCC file numbers, services, location, expiration dates, and number of stations of the Part 25 Satellite Earth Station licenses held by Overseas Telecommunications, Inc. are as follows:

CALL SIGN	FILE NUMBER	SERVICE	LOCATION	EXP. DATE	NO. STATIONS
E950371	1161-DSE-P/L-95	Fixed Earth Station (FSS)	POMPANO BEACH.FL	8/11/05	1
KA332	CSG-92-087-P/L	Fixed Earth Station (FSS)	ALPHARETTA,GA	7/24/02	1
KA410	CSG-94-086-P/L	Fixed Earth Station (FSS)	PONCE, PR	06/16/04	1
KA436	1412-DSE-MP/L-9	Fixed Earth Station (FSS)	ST. THOMAS, VI	11/15/04	1
KA437	CSG-94-203-P/L	Fixed Earth Station (FSS)	ST. CROIX, VI	11/15/04	1
KA438	CSG-94-204-P/L	Fixed Earth Station (FSS)	SAN JUAN, PR	11/21/04	1
KA451	CSG-95-025-P/L	Fixed Earth Station (FSS)	SAN JUAN (ARIUC), PR	2/8/05	1
KA70	563-DSE-P/L-96	Fixed Earth Station (FSS)	WESTLAND,MI	5/3/06	1
E88135	966-DSE-MP/L	Fixed Earth Station (FSS)	DALLAS / FT. WORTH, TX	2/17/99	1

EXHIBIT II (Question 5)

Due to the nature of this transaction, the Transferee is unable to obtain a representation on the part of the Licensee with respect to the Licensee's Articles of Incorporation. A certified copy of the Articles of Incorporation of the Licensee was provided to the Commission in FCC GN Dkt. No. 96-245 on December 2, 1996, and Transferee requests that the Commission incorporate that filing by reference herein.

EXHIBIT III (Questions 6 and 7)

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Approved by OMB 3050-0063 Expires 11/30/99 See reverse for public burden estimate.

UNITED STATES OF AMERICA FEDERAL COMMUNICATIONS COMMISSION

	(Sten	П	Application)
PCC PCC			
ONLY			
ONLY			

		ISFER CONTROL OF CORPORA ed before Transfer of Control tak		LICEN	ISE		
1.(a) Name of corporate (censes	·						
MCI Telecommunication (b) Number and street address	ons Corporation	<u>n</u>					
1801 Pennsylvania Av	enue, N.W.						
(c) City Washington		(d) State D.C.	(e) ZIP Code 20006				
2. Internet address: N/A		3. Taxpayer Identification Number 132745892					
4. Call sign and radio service of each sta	ation						
See Exhibit I							
5.(a) Fee Type Code PATM	(b) Fee Multiple 367	(c) Fee Due \$ 16,515	HOR FCC				
6. Name(s) and Address(es) of Transferen	•	515 East Amite Stree	a†				
WorldCom, Inc.		Jackson, MS 39201					
7. Subsequent to the Transfer of Control, corporate charter, State of Incorporation			I is, will it retain its present name,	YES	NO		
8. Subsequent to the Transfer of Control, on Page 3.	, will the licensee corporat	tion be a representative of any toreign g	jovernment? If "YES", give details		Х		
7. THIS SECTION TO BE ANSWERED ONLY II COMMON CARRIER ALASKA PUBLIC PIXE				, FOCED,	OR		
(a) Will any officer or director of such con	apparation be an alien? If "			YES	NO		
(b) Will more than 1/6 of the capital stoc government or representative thereof, o							
(c) Will the licensee be directly or indirec	city controlled by any other	er corporation? If "YES", answer items (d)) through (h) below.				
(d) What is the name and address of the	a corporation in immediate	e control?					
(e) Under the laws of what State or Cour	ntry is the controlling corp	voration organized?			· · · · · · · · ·		
(f) is more than 1/4 of the capital str representatives, or by a foreign govern country? If "YES", give details on Page 3.	nment or representative ti			YES	NO		
(g) is any officer or more than 1/4 of the position of each, and state the total num							
(h) is the controlling corporation in turn information for each of these controlling							
	CER	TIFICATION			<u></u>		
 Applicant waives any claim to the use of any particular frequency regardless of pilor use by license or otherwise; Applicant will have untimited occess to the radio equipment and will control access to exclude unauthorized persons; Neither applicant nor any member thereof is a foreign government or representative thereof; Applicant certifies that all statements made in this application and attachments are true, complete and made in good faith; Neither the applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. 							
WILLFUL FALSE STATEMENTS MADE ON REVOCATION OF ANY STATION LICENSE SECTION 803).	THE FORM ARE PUNISHUE OR CONSTRUCTION PER	IABLE BY FINE AMD/OR IMPRISONMENT RMIT (U.S. CODE, TITLE 47, SECTION 312(A	(U.S. CODE, TITLE 18, SECTION 16 A)(1)), AND/OR PORFESTURE (U.S. C	,001), AN 1000; TIT	ID/OR ILE 47,		
SIGNATURE Not Availa	able		DATE				
SIGNATURE	17		_ DATE $\frac{9/30/97}{}$				
indrateus at Cartral (Cheat a	,	Officer Other (Specify):					

INSTRUCTIONS

- 1. This form applies only to stations authorized under Parts 5, 80, 87, 90 and 95 of FCC Rules. This application must be filed where the only change is the transfer of control of the corporate licensee. If other changes are to be made or have been made, the appropriate application for modification of license should be filed.
- 2. Information entered for items 1 through 4 of Part I should be that of the current corporate licensee. If your answer differs, an explanation should be provided.
- 3. Enter an internet address(if available) in item 2 where the FCC can send you mail regarding your application.
- 4. Enter the Taxpayer Identification Number (EIN) in item 3. The Commission is required to collect this information to comply with the Debt Collection improvement Act of 1996.
- 5. Item 5 must be completed by all applicants EXCEPT Marine Ship and Aviation Aircraft Licensees which are exempt from Transfer of Control fee requirements. All other applicants must complete item 3 as follows:

in item 5(a) enter the four letter Fee Type Code "PATM" if the call sign(s) being transferred is authorized in the Land Mobile, Marine Coast, Aviation Ground, or General Mobile Radio Services. If the call sign(s) being transferred is authorized in the Experimental Radio Services (FCC Rules Part 5), enter the three letter Fee Type Code "EAE".

Complete Item 5(b) with the Fee Multiple (number of call signs listed in Item 4). Complete Item 5(c) with the number obtained from multiplying the correct fee by the number in item 5(b). See the current Fee Filing Guide, or contact the FCC at (800) 322-1117 for the correct fee. The amount in Item 5(c) is the total filing fee required for your application.

- 6. The information to be given in items 7, 8, and 9 should be that information which will be true after the Transfer of Control has taken place. If the answer to Item 9(a) and (b) is "Yes", do not file this application, as the corporation would not be eligible for a license.
- 7. The application must be signed and dated by an authorized employee of the licensee corporation and by the transferee of the control of the Icensee corporation.
- 8. Complete Items 1 and 2 of Part II. If Item 1 differs from that of the current corporate licensee, an explanation should be provided.

WHERE TO FILE

FEE EXEMPT APPLICATIONS:

Transfer of Control for Marine Ship or

Aviation Aircraft Radio Services

Federal Communications Commission

1270 Fairfield Road

Gettysburg, PA 17325-3245

APPLICATIONS REQUIRING A FEE:

Transfer of Control for Land Mobile. General Mobile, Marine Coast or

Aviation Ground

Mali to: Federal Communications Commission

Transfer of Control P. O. Box 358310

Pittsburgh, PA 15251-5310

Transfer of Control for Experimental

Radio Service

Mail to: Federal Communications Commission

Experimental Radio Service P. O. Box 358320

Pittsburgh, PA 15251-5320

Public burden for this collection of information is estimated to be thirty-dx minutes per response, including the time for reviewing instructions, searching existing data sources, gatheting and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing the burden to the Federal Communications Commission, Records Management Branch, AMD-IM, Washington, DC 20664. Paperwork Reduction Project (3060-0063). DO NOT SEND COMPLETED APPLICATIONS TO THIS WASHINGTON, DC ADDRESS, Individuals are not required to respond to a collection of information unless it displays a currently valid OMB control number.

NOTICE TO INDIVIDUALS REQUIRED BY PRIVACY ACT OF 1974 AND THE PAPER WORK REDUCTION ACT OF 1996 The solicitation of personal information requested in this form is authorized by the Communications Act. The Commission will use the information provided in this form to determine whether grant of this application is in the public interest. In reaching that determination, or for law enforcement purposes (for example, traudulent applications), it may become necessary to refer personal information contained in this form to another government agency. In addition, all information provided in this form, except for Taxpayer Identification Number, will be available for public inspection. It information requested on the form is not provided, processing of the application may be delayed or the application may be returned without action pursuant to Commission. Rules. The foregoing notice is required by the Privacy Act of 1974, Public Law 93-579, December 31, 1974, 5 U.S.C. Section 652a(e)(3) and the Paperwork Reduction Act of 1996. Public Law 104-13, October 1, 1996, 44 U.S.C. 3607.